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*****87.50 *****87.50

September 29, 2000

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Allenbeys.Com, Inc.

Dear Sir or Madam:

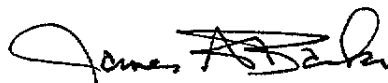
The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Enclosed is a check in the amount of \$87.50 as payment of the following:

- 1) Filing fee;
- 2) Certified Copy; and
- 3) Certificate of Status.

Should you have any questions or be in need of additional information, please feel free to contact me.

Yours Truly,


James A. Barks

JAB/vam

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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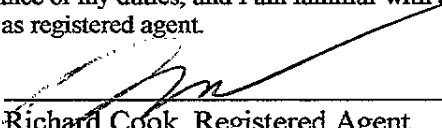
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Allenbeys.com, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. New Mexico
(State or country under the law of which it is incorporated)
3. 1987387
(FEI number, if applicable)
4. February 12, 1999
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March 1, 2000
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 105 Timberlachen Circle, Lake Mary, Florida 32746
(Current mailing address)
8. To establish Internet stores
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:**
(P.O. Box or Mail Drop Box NOT acceptable)

Name: Richard Cook
Office Address: 105 Timberlachen Circle, Lake Mary, Florida 32746
10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Richard Cook, Registered Agent
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:
(Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: Richard Cook (sole Director)
Address: 105 Timberlachen Circle, Lake Mary, Florida 32746

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

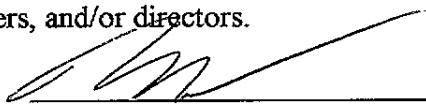
President: Richard Cook
Address: 105 Timberlachen Circle, Lake Mary, Florida 32746

Vice President: Carol Cook
Address: 105 Timberlachen Circle, Lake Mary, Florida 32746

Secretary: Carol Cook
Address: 105 Timberlachen Circle, Lake Mary, Florida 32746

Treasurer: Carol Cook
Address: 105 Timberlachen Circle, Lake Mary, Florida 32746

NOTE: If necessary, you may attach an addendum to the application listing additional officers, and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in Number 12 of the application)

14. RICHARD COOK, PRESIDENT
(Typed or printed name and capacity of person signing application)



OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:

ALLENBEYS. COM, INC.

1987387

a corporation organized under the laws of
NEW MEXICO

is duly authorized to transact business in New Mexico, as a
Domestic Profit Corporation, under the

BUSINESS CORPORATION ACT

(53-11-1 to 53-18-12 NMSA 1978).

having filed its Articles of Incorporation FEBRUARY 12, 1999
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the Public
Regulation Commission which have been assessed against the
aforesaid corporation, have been paid to date and aforesaid
corporation is in corporate good standing & duly authorized
to transact business as its corporate existence has not been
revoked in New Mexico. This Certificate is not to be
construed as an endorsement, recommendation, or notice of
approval of the corporation's financial condition or
business activities and practices. This certificate of Good
standing and compliance expires: JUNE 15, 2001

Dated: SEPTEMBER 19, 2000

In testimony whereof, the State Public Regulation
Commission of the State of New Mexico has
caused this certificate to be signed by its
Chairman and the seal of said Commission to be
affixed at the City of Santa Fe

Bill Pope

Chairman

Ann Echols

Bureau Chief